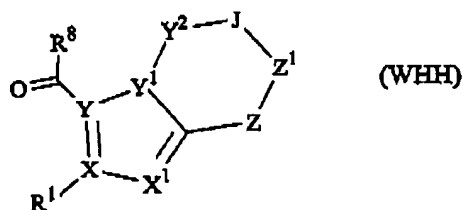


RECEIVED  
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OCT 04 2006AMENDMENTS TO THE CLAIMSThis listing of claims will replace all prior versions and listings of claims in the application.

1. (Previously presented) A compound of Formula (WHH)



wherein

R<sup>1</sup> is H, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>haloalkyl, C<sub>1-6</sub>alkoxy, C<sub>1-6</sub>thioalkyl, cyano, halo, C<sub>3-7</sub>cycloalkyl, -C<sub>1-6</sub>alkylene-C<sub>3-7</sub>cycloalkyl, C<sub>2-6</sub>alkenyl or C<sub>3-6</sub>alkynyl;

R<sup>8</sup> is O-C<sub>1-4</sub>alkyl, -N(CH<sub>3</sub>)(OCH<sub>3</sub>);

X is C;

Y is C;

X<sup>1</sup> is N;

Y<sup>1</sup> is N;

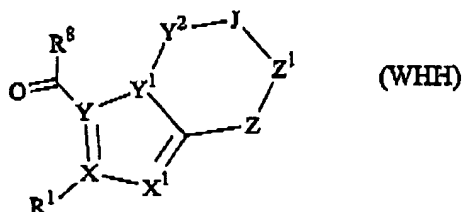
Y<sup>2</sup> is CH<sub>2</sub>;

J is CH<sub>2</sub> or a bond;

Z<sup>1</sup> is CH<sub>2</sub> or C(O); and

Z is N-V, wherein V is phenyl, 2-pyridyl or 3-pyridyl substituted with two to three of the same or different substituents selected from the group consisting of C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-6</sub>thioalkyl, C<sub>1-4</sub>haloalkyl, halogen, N(C<sub>1</sub>-C<sub>4</sub>alkyl)<sub>2</sub> and CN.

2. (Previously presented) A process for preparing a compound of Formula (WHH)



wherein

R<sup>1</sup> is H, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>haloalkyl, C<sub>1-6</sub>alkoxy, C<sub>1-6</sub>thioalkyl, cyano, halo, C<sub>3-7</sub>cycloalkyl, -C<sub>1-6</sub>alkylene-C<sub>3-7</sub>cycloalkyl, C<sub>2-6</sub>alkenyl or C<sub>3-6</sub>alkynyl;  
R<sup>8</sup> is O-C<sub>1-4</sub>alkyl, -N(CH<sub>3</sub>)(OCH<sub>3</sub>);

X is C;

Y is C;

X<sup>1</sup> is N;

Y<sup>1</sup> is N;

Y<sup>2</sup> is CH<sub>2</sub>;

J is CH<sub>2</sub> or a bond;

Z<sup>1</sup> is CH<sub>2</sub> or C(O); and

Z is N-V, wherein V is phenyl, 2-pyridyl or 3-pyridyl substituted with two to three of the same or different substituents selected from the group consisting of C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-6</sub>thioalkyl, C<sub>1-4</sub>haloalkyl, halogen, N(C<sub>1-4</sub>alkyl)<sub>2</sub> and CN;

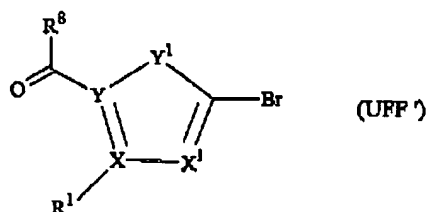
comprising reacting a compound of Formula (UFF)



wherein

Z, Z<sup>1</sup>, J and Y<sup>2</sup> are defined as for Formula (WHH);

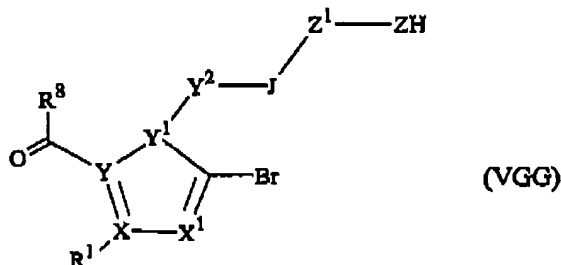
with a compound of Formula (UFF')

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wherein

 $R^1$ ,  $R^8$ , X, Y,  $X'$  and  $Y^1$  are defined as for Formula (WHH);

in the presence of a suitable base and polar aprotic solvent to yield a compound of Formula (VGG)

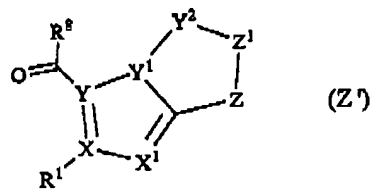
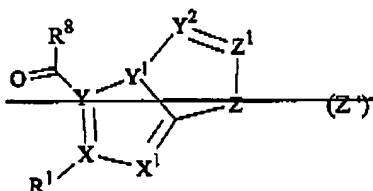


wherein

 $R^1$ ,  $R^8$ , X, Y,  $X'$ ,  $Y^1$ ,  $Y^2$ , J,  $Z^1$  and Z are defined as for Formula (WHH);

and reacting said compound of Formula (VGG) with a high-boiling point polar aprotic solvent and a suitable silver salt under suitably high temperature.

## 3. (Currently Amended) A compound of Formula (Z')



wherein

$R^1$  is H,  $C_{1-6}$ alkyl,  $C_{1-6}$ haloalkyl,  $C_{1-6}$ alkoxy,  $C_{1-6}$ thioalkyl, cyano, halo,  $C_{3-7}$ cycloalkyl,  $-C_{1-6}$ alkylene- $C_{3-7}$ cycloalkyl,  $C_{2-6}$ alkenyl or  $C_{3-6}$ alkynyl;  
 $R^8$  is  $O-C_{1-4}$ alkyl,  $-N(CH_3)(OCH_3)$ ;

X is C;

Y is C;

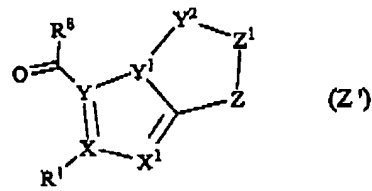
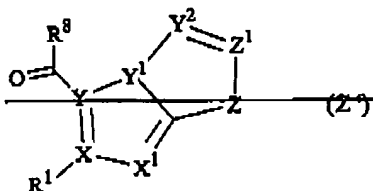
X<sup>1</sup> is N;Y<sup>1</sup> is N;Y<sup>2</sup> is CH or CR<sup>5</sup>;

R<sup>5</sup> is selected from the group consisting of -CN, -C<sub>1-4</sub>alk(en)ylene-CN, halo, C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, C<sub>3-6</sub>alkynyl, C<sub>1-6</sub>haloalkyl, aryl, -C<sub>1-4</sub>alk(en)ylene-aryl, -C<sub>1-4</sub>alk(en)ylene-heterocyclo, heterocyclo, -C<sub>1-4</sub>alk(en)ylene-amino, -C<sub>1-4</sub>alkylene-amino-C<sub>1-4</sub>alkyl, aryl-amino, -amino-(C<sub>1-6</sub>alk(en)yl)<sub>1-2</sub>, -amino-aryl, -amino-heterocyclo, C<sub>1-6</sub>alkoxy, -O-aryl and -O-heterocyclo;

Z<sup>1</sup> is C(O); and

Z is N-V, wherein V is phenyl, 2-pyridyl or 3-pyridyl substituted with two to three of the same or different substituents selected from the group consisting of C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-6</sub>thioalkyl, C<sub>1-4</sub>haloalkyl, halogen, N(C<sub>1-4</sub>alkyl)<sub>2</sub> and CN.

## 4. (Currently Amended) A process for preparing a compound of Formula (Z')



wherein

R<sup>1</sup> is H, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>haloalkyl, C<sub>1-6</sub>alkoxy, C<sub>1-6</sub>thioalkyl, cyano, halo, C<sub>3-7</sub>cycloalkyl, -C<sub>1-6</sub>alkylene-C<sub>3-7</sub>cycloalkyl, C<sub>2-6</sub>alkenyl or C<sub>3-6</sub>alkynyl;  
R<sup>8</sup> is O-C<sub>1-4</sub>alkyl, -N(CH<sub>3</sub>)(OCH<sub>3</sub>);

X is C;

Y is C;

$X^1$  is N;

$Y^1$  is N;

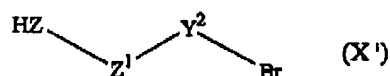
$Y^2$  is CH or  $CR^5$ ;

$R^5$  is selected from the group consisting of -CN, - $C_{1-4}$ alk(en)ylene-CN, halo,  $C_{1-6}$ alkyl,  $C_{2-6}$ alkenyl,  $C_{3-6}$ alkynyl,  $C_{1-6}$ haloalkyl, aryl, - $C_{1-4}$ alk(en)ylene-aryl, - $C_{1-4}$ alk(en)ylene-heterocyclo, heterocyclo, - $C_{1-4}$ alk(en)ylene-amino, - $C_{1-4}$ alkylene-amino- $C_{1-4}$ alkyl, aryl-amino, -amino-( $C_{1-6}$ alk(en)yl)<sub>1-2</sub>, -amino-aryl, -amino-heterocyclo,  $C_{1-6}$ alkoxy, -O-aryl and -O-heterocyclo;

$Z^1$  is C(O); and

Z is N-V, wherein V is phenyl, 2-pyridyl or 3-pyridyl substituted with two to three of the same or different substituents selected from the group consisting of  $C_{1-4}$ alkyl,  $C_{1-4}$ alkoxy,  $C_{1-6}$ thioalkyl,  $C_{1-4}$ haloalkyl, halogen,  $N(C_{1-4}alkyl)_2$  and CN;

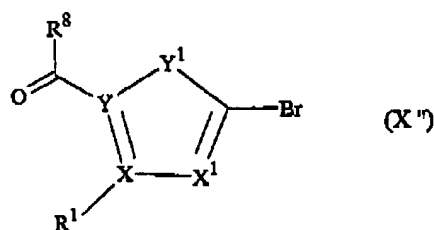
comprising reacting a compound of Formula (X')



wherein

Z,  $Z^1$  and  $Y^2$  are defined as for Formula (Z');

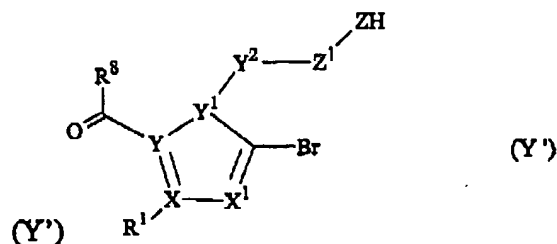
with a compound of Formula (UFF')



wherein

$R^1$ ,  $R^8$ , X, Y,  $X^1$  and  $Y^1$  are defined as for Formula (Z');

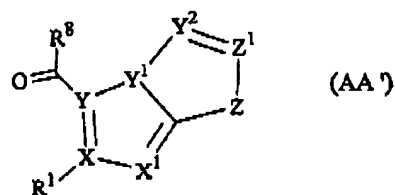
in the presence of a suitable base and polar aprotic solvent to yield a compound of Formula



wherein

$R^1$ ,  $R^8$ , X, Y,  $X^1$ ,  $Y^1$ ,  $Y^2$ ,  $Z^1$  and Z are defined as for Formula (Z');  
and reacting said compound of Formula (Y') with a high-boiling point polar aprotic solvent and a suitable silver salt under suitably high temperature.

5. (Previously Presented) A compound of Formula (AA')



wherein

$R^1$  is H,  $C_{1-6}$ alkyl,  $C_{1-6}$ haloalkyl,  $C_{1-6}$ alkoxy,  $C_{1-6}$ thioalkyl, cyano, halo,  $C_{3-7}$ cycloalkyl,  $-C_{1-6}$ alkylene- $C_{3-7}$ cycloalkyl,  $C_{2-6}$ alkenyl or  $C_{3-6}$ alkynyl;

$R^8$  is  $O-C_{1-4}$ alkyl,  $-N(CH_3)(OCH_3)$ ;

X is C;

Y is C;

$X^1$  is N;

$Y^1$  is N;

$Y^2$  is CH or  $CR^5$ ;

$R^5$  is selected from the group consisting of -CN,  $-C_{1-4}$ alk(en)ylene-CN, halo,  $C_{1-6}$ alkyl,  $C_{2-6}$ alkenyl,  $C_{3-6}$ alkynyl,  $C_{1-6}$ haloalkyl, aryl,  $-C_{1-4}$ alk(en)ylene-aryl,  $-C_{1-4}$ alk(en)ylene-heterocyclo, heterocyclo,  $-C_{1-4}$ alk(en)ylene-amino,  $-C_{1-4}$ alkylene-amino- $C_{1-4}$ alkyl, aryl-

amino, -amino-(C<sub>1-6</sub> alk(en)yl)<sub>1-2</sub>, -amino-aryl, -amino-heterocyclo,

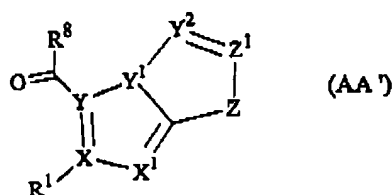
C<sub>1-6</sub>alkoxy, -O-aryl and -O-heterocyclo;

Z<sup>1</sup> is CR<sup>7</sup>;

wherein R<sup>7</sup> is chloro or bromo; and

Z is N-V, wherein V is phenyl, 2-pyridyl or 3-pyridyl substituted with two to three of the same or different substituents selected from the group consisting of C<sub>1-4</sub>alkyl, C<sub>1-4</sub>alkoxy, C<sub>1-6</sub>thioalkyl, C<sub>1-4</sub> haloalkyl, halogen, N(C<sub>1</sub>-C<sub>4</sub>alkyl)<sub>2</sub> and CN.

6. (Currently Amended) A process for preparing a compound of Formula (AA')



wherein

R<sup>1</sup> is H, C<sub>1-6</sub>alkyl, C<sub>1-6</sub>haloalkyl, C<sub>1-6</sub>alkoxy, C<sub>1-6</sub>thioalkyl, cyano, halo, C<sub>3-7</sub>cycloalkyl, -C<sub>1-6</sub>alkylene-C<sub>3-7</sub>cycloalkyl, C<sub>2-6</sub>alkenyl or C<sub>3-6</sub>alkynyl;

R<sup>8</sup> is O-C<sub>1-4</sub>alkyl, -N(CH<sub>3</sub>)(OCH<sub>3</sub>);

X is C;

Y is C;

X<sup>1</sup> is N;

Y<sup>1</sup> is N;

Y<sup>2</sup> is CH or CR<sup>5</sup>;

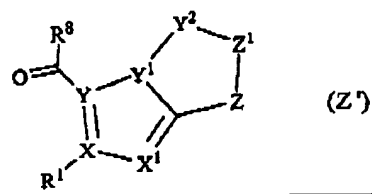
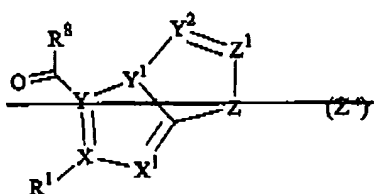
R<sup>5</sup> is selected from the group consisting of -CN, -C<sub>1-4</sub>alk(en)ylene-CN, halo, C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, C<sub>3-6</sub>alkynyl, C<sub>1-6</sub>haloalkyl, aryl, -C<sub>1-4</sub>alk(en)ylene-aryl, -C<sub>1-4</sub>alk(en)ylene-heterocyclo, heterocyclo, C<sub>1-4</sub>alk(en)ylene-amino, -C<sub>1-4</sub>alkylene-amino-C<sub>1-4</sub>alkyl, aryl-amino, -amino-(C<sub>1-6</sub> alk(en)yl)<sub>1-2</sub>, -amino-aryl, -amino-heterocyclo, C<sub>1-6</sub>alkoxy, -O-aryl and -O-heterocyclo;

$Z^1$  is  $CR^7$ ;

wherein  $R^7$  is chloro or bromo; and

$Z$  is N-V, wherein V is phenyl, 2-pyridyl or 3-pyridyl substituted with two to three of the same or different substituents selected from the group consisting of  $C_{1-4}$ alkyl,  $C_{1-4}$ alkoxy,  $C_{1-6}$ thioalkyl,  $C_{1-4}$ haloalkyl, halogen,  $N(C_{1-4}alkyl)_2$  and CN;

comprising reacting a compound of Formula ( $Z'$ )



wherein

$R^1$ ,  $R^8$ , X, Y,  $X^1$ ,  $Y^1$ ,  $Y^2$ , and Z are defined as for Formula (AA'); and

$Z^1$  is C(O);

with phosphoryl trichloride or phosphoryl tribromide, neat or with a suitable solvent and without a base or with a suitable base.